

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

<p>In re:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</p> <p>as representative of</p> <p>THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i></p> <p>Debtors.¹</p>	<p>PROMESA Title III</p> <p>Case No. 17 BK 3283-LTS (Jointly Administered)</p>
<p>In re:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO</p> <p>as representative of</p> <p>PUERTO RICO ELECTRIC POWER AUTHORITY,</p> <p>Debtor.</p>	<p>PROMESA Title III</p> <p>Case No. 17 BK 4780-LTS</p>
<p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of PUERTO RICO ELECTRIC POWER AUTHORITY, and PUERTO RICO FISCAL AGENCY AND FINANCIAL ADVISORY AUTHORITY,</p> <p>Movants,</p> <p>v.</p>	

- 1 The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.)

OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
et al.

Respondents.

FOURTH REVISED ORDER EXTENDING AND ESTABLISHING CERTAIN
DEADLINES APPLICABLE TO THE JOINT MOTION OF PUERTO RICO ELECTRIC POWER
AUTHORITY AND AAFAF PURSUANT TO BANKRUPTCY CODE SECTIONS 362, 502,
922, AND 928, AND BANKRUPTCY RULES 3012(A)(1) AND 9019 FOR ORDER APPROVING
SETTLEMENTS EMBODIED IN THE RESTRUCTURING SUPPORT AGREEMENT [ECF No. 1235]

Upon consideration of the *Urgent Motion of All Parties to Enter a Fourth Revised Order Extending and Establishing Certain Deadlines Applicable to the Joint Motion of Puerto Rico Electric Power Authority and AAFAF Pursuant to Bankruptcy Code Sections 362, 502, 922 and 928, and Bankruptcy Rules 3012(A)(1) and 9019 for Order Approving Settlements Embodied in the Restructuring Support Agreement [ECF No. 1235]* (ECF No. 1636 in Case No. 17-4780) filed September 12, 2019 (the “Urgent Motion”), and the Court having found and determined that (i) the Court has jurisdiction over this proceeding pursuant to 28 U.S.C. § 1331 and 48 U.S.C. § 2166(a); (ii) venue of this proceeding is proper under 28 U.S.C. § 1391(b) and 48 U.S.C. § 2167(a); (iii) no party has objected to the proposed schedule set forth in the Urgent Motion; and (iv) the Court having found good cause to enter the modification to the schedule requested therein, it is **HEREBY ORDERED THAT:**

1. The following schedule shall apply to any person or entity (i) that seeks discovery, (ii) from whom discovery is sought (whether by notice or subpoena), (iii) that objects to the 9019 Motion or to any discovery with respect thereto, or (iv) is a signatory to the RSA:²

² Capitalized terms not defined herein shall have the same meaning as set forth in the original scheduling order related to the 9019 Motion (“Original Scheduling Order”) [ECF No. 1253]. All parties in interest reserve all rights to seek relief from this schedule from the Court and to oppose any applications seeking such relief.

September 18, 2019	Deadline for substantial completion of document productions in response to document requests served prior to September 9, 2019 to the extent the recipient of such requests has either agreed to produce such documents or has been ordered to produce such documents. ³
October 15, 2019	Deadline for completion of fact discovery, including depositions (except as set forth otherwise herein). ⁴
October 18, 2019	Service of expert reports.
October 18, 2019	Deadline for Objectors to file objections, including any declarations in support of objections. ⁵
October 24, 2019	Commencement of expert depositions.
November 6, 2019	Disclosure of rebuttal experts and service of rebuttal expert reports.
November 13, 2019	Deadline for Moving Parties, Objectors and Supporters to serve and disclose the declarations they plan to introduce in their respective principal cases (whether or not those declarations were previously served and disclosed), and to identify trial exhibits and any live testimony expected to be presented through third-party witnesses not under the participants' control. ⁶

³ To the extent the Court orders a party to produce documents after the date hereof, the responding party shall produce such documents as soon as reasonably practicable or in the time required by such order.

⁴ *Provided that* any person or entity from whom discovery is sought may agree with a requesting party to an extension of this deadline as to discovery sought by the requesting party from that person or entity, so long as such action does not delay the 9019 Hearing Date.

⁵ To the extent new declarations are filed on this deadline by witnesses who have not been deposed, the opposing parties shall have the right to take a deposition of the declarant within 7 days without waiver of any motions to exclude testimony by the declarant.

⁶ To the extent new declarations are served by this deadline from witnesses who have not been deposed or have not previously submitted declarations, the opposing parties shall have the right to take a deposition of the declarant within 7 days without waiver of any motions to exclude testimony by the declarant.

November 15, 2019	Deadline to exchange deposition designations.
November 18, 2019	Deadline for completion of expert depositions.
November 19, 2019	Deadline for counter-designations, objections to deposition designations, objections to declarations and exhibits, and designation of witnesses for cross-examination. The parties must promptly meet and confer in an effort to resolve any objections to declarations, designations, witnesses, and exhibits.
November 20, 2019	Deadline for Moving Parties to file reply briefs and Supporters to file supporting statements.
November 21, 2019	Deadline for any objections to deposition counter-designations.
November 22, 2019	Deadline for filing motions in limine. Parties may seek relief from this deadline upon a showing of cause and that such application shall not result in any delay of the 9019 Hearing Date. The Court retains discretion as to whether to (1) entertain later-filed motions in limine; and (2) set alternative briefing schedules for earlier-filed motions in limine.
December 3, 2019 at 11:00 a.m.	Deadline for responses to timely motions in limine.
December 5, 2019 at 11:00 p.m.	Deadline for replies in support of timely motions in limine. Any hearing on such motions to be set at the Court's discretion.
December 6, 2019	Deadline for parties to file a joint status report as to any remaining objections to declarations, deposition designations, witnesses, and exhibits.
December 6, 2019	Deadline for filing compilations of listed declarations and exhibits.
December 9, 2019	Deadline to deliver hard copy compilations of declarations and exhibits to the District of Puerto Rico courthouse for Judge Swain and USB drive or DVD containing properly marked and identified exhibits and an exhibit list for the Clerk's Office. ⁷

⁷ See [https://www.prd.uscourts.gov/promesa/sites/promesa/files/documents/23/Jury Evidence Recording System PROMESA_VS_MJB_MO.pdf](https://www.prd.uscourts.gov/promesa/sites/promesa/files/documents/23/Jury%20Evidence%20Recording%20System%20PROMESA_VS_MJB_MO.pdf)

December 11, 2019 (San Juan, Puerto Rico)	Hearing on the 9019 Motion at 9:30 a.m. (Atlantic Standard Time) (the “9019 Hearing Date”)
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2. Footnote 4 and provision 2(b) in the Original Scheduling Order (ECF No. 1253) shall not apply to discovery issued on or after September 8, 2019, which shall only be allowed to the extent permitted by this paragraph.⁸ After September 8, 2019, a party who desires to issue new discovery, based on new material developments or other new information disclosed in discovery that was not completed as of September 10, 2019 that warrants such additional discovery, must first meet and confer with the recipient before serving any new subpoenas, document requests, or deposition notices.⁹ If the parties are unable to reach agreement concerning the new discovery, the requesting party may serve the new discovery, but the recipient shall not be required to respond to such subpoenas, document requests, or deposition notices unless and until the requesting party obtains an order from the Court compelling a response. Any such application shall be by Urgent Motion with a request that the Court consider and rule on such application on an expedited basis. For the avoidance of doubt, the foregoing shall not apply to (i) the discovery issued before September 9, 2019 to the extent that it is the subject of currently pending motion practice; or (ii) the deferred deposition notices issued to Kevin Lavin, Nelson Morales and Jose Roque Torres, or 30(b)(6) notices issued to the Government Parties relating to the Rate Motion, so long as any motion to compel such deposition is filed on an expedited basis within five (5) days of the 30(b)(6) deposition of PREPA. For the further avoidance of doubt, nothing herein shall prevent a party from whom

⁸ The limitations on discovery in this Paragraph 2 are not intended to apply to expert discovery or the depositions referenced in footnotes 5 and 6 of this Order.

⁹ No interrogatories may be issued.

discovery is sought from agreeing to respond to a subpoena, document request, or deposition notice, regardless of when it is served, so long as such action does not delay the 9019 Hearing Date.

3. Provisions 2(a) and 2(c) through (f) in the Original Scheduling Order (ECF No. 1253) shall continue to apply to the extent not inconsistent with this Order.
4. This Order resolves Docket Entry No. 1636 in Case No. 17-4780.

SO ORDERED.

Dated: September 13, 2019

/s/ Laura Taylor Swain
LAURA TAYLOR SWAIN
United States District Judge